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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
	:	
LIGHTSQUARED INC., <i>et al.</i> , <sup>1</sup>	:	Case No. 12-12080 (SCC)
	:	
	:	Jointly Administered
Debtors.	:	
	:	Adv. Proc. No. 13-1390 (SCC)

-----X	:	
HARBINGER CAPITAL PARTNERS LLC, HGW US	:	NOTICE OF MOTION FOR
HOLDING COMPANY LP, BLUE LINE DZM CORP.,	:	<u>LEAVE TO APPEAL</u>
AND HARBINGER CAPITAL PARTNERS SP, INC.,	:	
	:	
Plaintiffs-Appellants,	:	
	:	
- against-	:	
	:	
CHARLES W. ERGEN, ECHOSTAR CORPORATION,	:	
DISH NETWORK CORPORATION, L-BAND	:	
ACQUISITION LLC, SP SPECIAL	:	
OPPORTUNITIES LLC, SPECIAL OPPORTUNITIES	:	

<sup>1</sup> The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal or foreign tax or registration identification number, are: LightSquared Inc. (8845), LightSquared Investors Holdings Inc. (0984), One Dot Four Corp. (8806), One Dot Six Corp. (8763), SkyTerra Rollup LLC (N/A), SkyTerra Rollup Sub LLC (N/A), SkyTerra Investors LLC (N/A), TMI Communications Delaware, Limited Partnership (4456), LightSquared GP Inc. (6190), LightSquared LP (3801), ATC Technologies, LLC (3432), LightSquared Corp. (1361), LightSquared Finance Co. (6962), LightSquared Network LLC (1750), LightSquared Inc. of Virginia (9725), LightSquared Subsidiary LLC (9821), LightSquared Bermuda Ltd. (7247), SkyTerra Holdings (Canada) Inc. (0631), SkyTerra (Canada) Inc. (0629) and One Dot Six TVCC Corp. (0040) ("LightSquared").

HOLDINGS LLC, SOUND POINT CAPITAL	:
MANAGEMENT LP, AND STEPHEN KETCHUM,	:
	:
Defendants-Appellees.	:
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THE AD HOC SECURED GROUP OF	:
LIGHTSQUARED LP LENDERS, <sup>2</sup> LIGHTSQUARED	:
INC., <i>et al.</i> , MAST CAPITAL MANAGEMENT, LLC,	:
AND U.S. BANK NATIONAL ASSOCIATION,	:
	:
Intervenors.	:
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PLEASE TAKE NOTICE THAT, upon the accompanying Memorandum of Law in Support of Plaintiffs-Appellants, Harbinger Capital Partners LLC, HGW US Holding Company LP, Blue Line DZM Corp., and Harbinger Capital Partners SP, Inc. (collectively, “Harbinger”), the Declaration of Jed I. Bergman and the exhibits attached thereto, counsel for Harbinger will move pursuant to 28 U.S.C. § 158(a) and Federal Rules of Bankruptcy Procedure 8001 and, to the extent leave is required, 8003(a), as soon as they may be heard in the United States Court for the Southern District of New York, located at 500 Pearl Street, New York, NY 10007, for an order granting leave to appeal, to the extent such leave may be required, from the Court’s *Order Granting Motions to Dismiss the Amended Complaint*, dated November 14, 2013 [Dkt. No. 65] and *Memorandum Decision Granting Motions to Dismiss Complaint*, dated November 21, 2013 [Dkt. No. 68], entered in the above-captioned adversary proceeding. Defendants-

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<sup>2</sup> As of the date hereof, the Ad Hoc LP Secured Group is comprised of Capital Research and Management Company, Cyrus Capital Partners, L.P., Fir Tree Capital Opportunity Master Fund, L.P., Intermarket Corporation, SP Special Opportunities LLC, and UBS AG, Stamford Branch. Collectively, each member of the Ad Hoc LP Secured Group or its affiliate is the advisor to or beneficial owner of, or the holder or manager of, various accounts with investment authority, contractual authority or voting authority for \$1,379,606,450.74 in aggregate principal amount of loans (the “Loan Debt”) made pursuant to that certain credit agreement, dated as of October 1, 2010 by and among LightSquared LP as borrower, its affiliate guarantors and the lenders party thereto from time to time, which represents approximately 82% of the outstanding Loan Debt (*See* Seventh Supplemental Verified Statement of White & Case LLP Pursuant to Bankruptcy Rule 2019 [Dkt. No. 770]).

Appellees' opposition to the motion is due on or before December 16, 2013, and Plaintiffs-Appellants' reply is due on or before December 23, 2013.

Dated: New York, New York  
December 2, 2013

Respectfully submitted,

KASOWITZ, BENSON, TORRES  
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